

National Portrait Gallery

755TH MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on
Thursday 13 February 2014

Present:

- David Ross (Chairing the meeting)
- Dr Brian Allen
- Ms C Allegra Berman
- Dr Rosalind Blakesley
- Dr Augustus Casely-Hayford
- Ms Kim Evans
- Lord Janvrin
- Dr Andrew Roberts
- Mr Stephan Shakespeare
- Professor Marina Warner

In attendance:

- Mr Sandy Nairne, Director
- Mrs Pim Baxter, Deputy Director and Secretary to the Board
- Ms Helen Hillman, Manager, Director's Office (minutes)

1. Chairman's business

David Ross congratulated the Director, Deputy Director and all colleagues who had been involved in organising the Portrait Gala, which had taken place on 11 February. The Trustees asked that their particular thanks be passed on to Maddie Gibson, Gala Manager.

The Director explained to Trustees that the BBC's *The One Show* was undertaking some filming at the Gallery that afternoon in connection with the Gallery's collaboration with the BBC on The People's Portrait competition. The jointly-commissioned portrait would be considered for acquisition under agenda item 6 and *The One Show* hoped to interview one or two individual Trustees after the meeting. The filmed programme would be shown on BBC One in March and a morning unveiling event would take place at the Gallery.

2. Apologies and Declarations of Interest

Apologies for absence were received from Sir William Proby (Chairman), Professor Dame Carol Black, The Rt Hon Nick Clegg, Mr Christopher Le Brun and Mary McCartney. No new declarations of interest were made.

3. Minutes of the previous meeting

The minutes of the meeting held on 7 November 2013 were approved as an accurate record and were signed by David Ross.

4. Matters arising

The Director reported that the Portrait Gala on 11 February had been a great success and that £149,000 had been raised through the live auction alone. The total sum raised from the Mystery Portrait Postcard and Pen Portrait sales and the raffle was still being calculated.

Action point: Deputy Director to circulate to Trustees a note detailing the total funds raised at the Portrait Gala event.

5. Director's Report

The Director updated Trustees on the campaign to acquire Anthony Van Dyck's last self-portrait. During the last week a pledge of £200,000 had been received from the Garfield Weston Foundation, taking the total funds raised so far to £3.4 million. Trustees from the Heritage Lottery Fund would be visiting the following week to view the portrait and to talk to colleagues about the tour and public programme which would be organised in the event that the campaign was successful. A decision from the Export Reviewing Committee was expected the following day regarding a possible five-month extension to the export bar.

The Trustees were pleased to note the appointment of Phillip Prodger as Head of Photographs Collection from June 2014. They wished to express their particular thanks to Terence Pepper, outgoing Curator of Photographs, and Tim Moreton, outgoing Collections Registrar, for their excellent work at the Gallery over several decades. The Trustees congratulated the Deputy Director on her appointment as a Lay Canon at St Paul's Cathedral.

6. Offers for Consideration

The Curators reported on portraits on offer, which included commissioned portraits of Baroness Boothroyd by Brendan Kelly and Ken Livingstone by Andrew Tift. The joint National Portrait Gallery/BBC commissioned portrait of Simon Weston by Nicky Philipps was also considered, as were loaned portraits of Sir Christopher Hatton and the 1st Duke of Wellington.

- THE TRUSTEES approved the acquisition of the portraits on the appended list.

7. Current Commissions

The Curator of Contemporary Portraits, Sarah Howgate, reported on commissions in progress. The Trustees noted that, as a contribution of £150,000 from the acquisitions fund in each of the next two years would be made to the *Save Van Dyck* appeal, a discussion about future commissions would not take place this year. Commissions funded through the *BP Portrait Award* and J P Morgan Fund for New Commissions would continue as usual.

8. 2020 Plan update

The Deputy Director reported that a workshop would be held on 28 March with Robert Jones from Wolff Olins to discuss creating a vision statement and description for the 2020 Plan. Following a day of interviews, Gus Casely-Hayford, Robin Janvrin and Brian Allen had attended a meeting with the Gallery's preferred consultants for an architectural and buildings feasibility study. The contract had been awarded to Haworth Tompkins, who would work with engineers, cost consultants and colleagues from across the Gallery during the next three months, and who would present their findings to the next Board meeting. Trustees confirmed that they would be happy to be involved in 2020 workshops during the spring.

The Deputy Director, the Head of Development and David Ross would be interviewing several fundraising consultants within the next few weeks. The Chief Curator and Director of Participation and Learning had been leading workshops with curators and colleagues from the Learning Department and Design team to discuss the redisplay of the Collection. Colleagues from the Learning team were continuing their work on researching Learning Centres, and the Head of Communications would be leading audience and stakeholder research from the end of February. The

Director of Exhibitions and Collections would be taking forward research on digital developments.

The Trustees noted the possible impact of the Van Dyck fundraising appeal on the 2020 Plan, particularly in relation to applications to the Heritage Lottery Fund, although it was recognised that the acquisition of the Van Dyck self-portrait could symbolise part of the Gallery's ongoing transformation and its ambitions for the future.

Action point: Director/Deputy Director to contact individual Trustees to invite their participation in areas of 2020 planning work.

9. Finance and Planning

The Chairman welcomed Nick Hanks, Director of Finance and Planning, to the meeting.

9(a) Portrait Trust discussion

Sara Selwood, Chair of the Portrait Trust, joined the meeting. She outlined the context in which the Trust was set up, and explained that although the restrictions placed on accessing the Gallery's historic reserves had now been lifted by the financial freedoms introduced in the 2015/16 Spending Round, it may still be beneficial to the Gallery to maintain the Trust, as it provided an alternative avenue through which donors' funds could be channelled, and in particular funds that could be earmarked for particular projects. The Trustees recognised the need to be clear, during fundraising campaigns, about the charitable objects of the Trust which, despite its independence, overlapped with those of the Gallery. They agreed that there could be ways in which the Trust could work creatively alongside the Gallery, for example by supporting educational programmes or work with national partners. But they also recognised the need to demonstrate the Trust's independence from the Gallery, as manifested by the support of small projects not related to the Gallery's own programmes. The Director and the Trustees thanked Sara Selwood for her work with the Trust and for attending the meeting.

9(b) Management Report for 9 months to 31 December 2013

Brian Allen, Finance Trustee, reported that the position at the end of December 2013 was not radically different to that at the end of September, as reported at the previous meeting. Visitor figures were ahead of target, and although exhibitions income was £190,000 below budget as a result of a shortfall on the *Man Ray Portraits* exhibition, higher than budgeted figures for *Elizabeth I and Her People* and *Laura Knight Portraits* had helped to recover some of this income. Expenditure was behind budget at the end of December, but much of this was due to core and project spending which had yet to be invoiced. Much of the current core underspend was likely to be spent up by the year end, although some savings were expected to accrue.

Company income was a little behind budget, and trading over the Christmas period had been disappointing compared to the budgeted target. Publications income was also behind budget, although more recently it had shown improvement. Venue hire was performing well and the catering franchise was ahead of budget by £14,000. Securing exhibitions sponsorship remained difficult, and corporate sponsorship was also behind budget, although some of this was due to delayed payments. Membership income had performed strongly and was ahead of budget.

The Key Performance Indicators showed a positive picture overall, although the Trustees noted that attracting more visitors from BAME backgrounds and more visits by children and families remained challenging. The Director reported that the *Bailey's Stardust* exhibition appeared to have made a strong start in its first week. David Ross thanked Brian Allen for the report.

9(c) 2014-17 Corporate Plan

The Director of Finance and Planning drew Trustees' attention to the fact that the 2020 Plan propositions had been included in the 2014-17 Corporate Plan text, and that there had been little change made to the text they considered at the last meeting. The Trustees were content that the Gallery's strategic objectives were being supported by the corporate objectives set out in the Plan and that the Key Performance Indicators remained appropriate monitoring tools.

- THE TRUSTEES approved the 2014-17 Corporate Plan.

9(d) 2014-17 Budget

A revised budget with a slightly improved bottom line to that which had been circulated in Trustees' papers was tabled and the Director of Finance and Planning summarised the projected position over the next three years. The budget had been framed with the underlying assumptions that conditions for the UK economy and public sector funding would remain challenging, but with continuing high numbers of visitors coming to the Gallery. Over the last two years greater resource had been invested in the Gallery's capacity to earn the necessary levels of self-generated income, and the benefits of this investment were expected to be delivered during the next three-year period. A deficit was expected in 2014-15, which would be reduced in 2015-16 and then followed by a surplus in 2016-17. Nick Hanks ran through the areas of risk, which included the 2016-17 DCMS allocations, which were still not known; potential strains on the Senior Management Team and other colleagues during the initial phases of the 2020 Plan, and the risk to staff morale and the payroll as a result of continuing pay restraint and increasing pension costs. The Trustees noted these risks.

- THE TRUSTEES approved the 2014-17 Budget.

9(e) Investment Report

Allegra Berman, Chair of the Investment Committee, reported that although the Investment Committee had not met since the last Trustees' meeting, Partners Capital had provided her with updated statements for the two investment portfolios. Both the Investment and Contingency Fund (I&CF) and Portrait Fund portfolios had increased in value since September 2013, mainly due to strong performance in the equity investments in each portfolio and in certain lines of short-dated credit. Allegra Berman and Nick Hanks had spoken with Partners Capital and, with input from other members of the Committee, had decided that some asset allocations in the I&CF portfolio should be altered ahead of the March Committee meeting to reduce its exposure to Asian local currency investments. The outcome from this adjustment would be reviewed by the Committee in March.

9(f) Reserves Policy

Nick Hanks had circulated the Reserves Policy for the 2013-14 Annual Report and Accounts. No proposed changes were made.

- THE TRUSTEES approved the 2013-14 Reserves Policy.

10. Audit and Compliance Committee: Risk Management Report

David Ross reported that at their last meeting, held on 4 February, the Committee had discussed the Van Dyck appeal; the recent e-mail system failure and the Portrait Trust. The Corporate Risk Register had been reviewed and four risks were increased – these related to uncertainties about the renewal of corporate sponsorships; damage to the Collection; information management following the recent e-mail data corruption; and the Van Dyck self-portrait fundraising appeal. The Committee had reviewed the Internal Audit and the Company Audit strategies, and had had a useful discussion with the Director of Trading and the Head of Retail about the risks and opportunities in the recently restructured Trading Department. There had been a brief discussion about public liability insurance and David Ross had asked to review the Gallery's insurance policies at the next A&CC meeting.

11. Safeguarding of Children and Vulnerable Adults Policy

The Deputy Director reported that Liz Smith (Director of Participation and Learning), Adrian Jackson (Head of Visitor Services and Security) and Caroline Wynter (Head of Personnel) had led work on the policy, which had been drawn together from the best examples of similar policies in other comparable organisations. The policy covered the work of all Gallery departments, plus digital content generated by the Gallery. Training would take place for staff across the Gallery once the policy had been approved.

- THE TRUSTEES approved the Safeguarding of Children and Vulnerable Adults Policy.

12. Collections Management Policies

Sarah Tinsley, Director of Exhibitions and Collections Management, joined the meeting. She reported that the Arts Council required all museums and galleries to have a Collections Management Framework, and seeking renewal of its 'accreditation' required it to have a new structure, comprising a Collections Care and Conservation Policy, a Collections Development Policy and a Collections Access Policy. The information contained in the policies had not changed from the previous structure, but was now presented in a slightly different way. The Chief Curator would be reviewing the Gallery's Acquisitions and Disposals Policy later in the year.

In line with current discussions by the Bizot Group regarding the potential relaxation of guidelines governing the maintenance of environmental conditions in museums and galleries, the Gallery would be conducting its own trials within exhibition spaces. All lenders would be consulted prior to the trials taking place, and it was hoped that, if successful, they would lead to some cost savings.

- THE TRUSTEES approved the Collections Management Policies.

The Trustees expressed their thanks to Sarah Tinsley and her team for their excellent work on the *Bailey's Stardust* exhibition.

13. Any other business

The Director and Trustees thanked David Ross for chairing the meeting.

Appended list of portraits on offer

L256 SIR CHRISTOPHER HATTON, Lord Chancellor, double-sided oil on panel portrait by an unknown English artist, c.1580
Offered by Northampton Museum and Art Gallery as a loan for a period of three years, accepted

L257 ARTHUR WELLESLEY, 1ST DUKE OF WELLINGTON, Field Marshal and Prime Minister, oil portrait on canvas (unfinished) by Sir Thomas Lawrence, 1829
Offered by Sotheby's as a loan for an initial period of 18 months, accepted

6981 EUAN UGLOW, painter, self-portrait in oil on card, c.1960
Gift from Georgia Georgallas, accepted

P1971 SIR SIMON RATTLE, composer, bromide fibre print by Sheila Rock, 2002-3
Offered for purchase from Sheila Rock at £250, approved

P1972 BEAR GRYLLS, adventurer, writer and Chief Scout, C-type print by Ivor Prickett, 2013
Commissioned by the Trustees at £2,500 through the 2007 Godfrey Argent Award, accepted

6982 BARONESS BOOTHROYD, Speaker of the House of Commons, oil on canvas by Brendan Kelly, 2012
Commissioned by the Trustees at £9,000, accepted

6983 KEN LIVINGSTONE, politician, oil on canvas by Andrew Tift, 2013
Commissioned by the Trustees at £5,000 (BP commission), accepted

6984 SIMON WESTON, Falklands War veteran, writer and charity supporter, oil on canvas by Nicky Philipps, 2013
Commissioned jointly by the Trustees and the BBC at £20,000, accepted